

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

STAGE STORES, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-32564 (DRJ)
)
) (Jointly Administered)
)

**NOTICE OF JACKSON WALKER LLP'S FIRST MONTHLY FEE STATEMENT FOR
COMPENSATION OF SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES AS CO-COUNSEL AND CONFLICTS COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM MAY 10, 2020 THROUGH MAY 31, 2020**

Name of Applicant:	Jackson Walker LLP.	
Applicant’s Role in Case:	Co-Counsel and Conflicts Counsel to Debtors	
Date Order of Employment Signed:	[ECF No. 583]	
	Beginning of Period:	End of Period
Time period covered by this Statement:	May 10, 2020	May 31, 2020
Summary of Total Fees and Expenses Requested		
Total fees requested in this Statement:	\$69,672.40 (80% of \$87,090.50)	
Total expenses requested in this Statement:	\$665.50	
Total fees and expenses requested in this Statement (exclusive of 20% Holdback):	\$70,337.90	
Summary of Attorney Fees Requested		
Total attorney fees requested in this Statement:	\$82,117.00	
Total actual attorney hours covered by this Statement:	138.3	
Average hourly rate for attorneys:	\$593.76	
Summary of Paraprofessional Fees Requested		
Total paraprofessional fees requested in this Statement:	\$4,973.50	
Total actual paraprofessional hours covered by this Statement:	27.70	
Average hourly rate for paraprofessionals:	\$179.55	

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900). The Debtors' service address is: 2425 West Loop South, Houston, Texas 77027.

In accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [ECF No. 437], each party receiving notice of the monthly fee statement will have until 4:00 p.m. (Prevailing Central Time), 21 days after service of the monthly fee statement to object to the requested fees and expenses. Upon the expiration of such 21-day period, the Debtors are authorized to pay the Professional an amount of 80% of the fees and 100% of the expenses requested in the applicable monthly fee statement.

Pursuant to §§ 327, 330, and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (the “Fee Procedures Order”) [ECF No. 437], Jackson Walker LLP (“JW”), as co-counsel and conflicts counsel to the Debtors, hereby files its *First Monthly Fee Statement for Compensation of Services Rendered and Reimbursement of Expenses as Co-Counsel and Conflicts Counsel to the Debtors for the Period from May 10, 2020 Through May 31, 2020* (“Monthly Fee Statement”).

1. By this Monthly Fee Statement, and pursuant to the Fee Procedures Order, JW seeks interim payment of \$69,672.40 (80% of \$87,090.50) as compensation for professional services rendered to the Debtors during the period from May 10, 2020 through May 31, 2020 (the “Fee Period”); and (ii) \$665.50 for reimbursement of actual and necessary expenses, for a total of \$70,337.90 for the Fee Period.

2. In support of the Monthly Fee Statement, JW submits a Summary of Expenses for the Fee Period, attached hereto as **Exhibit A**, a Summary of Legal Fees by Category as Co-Counsel and Conflicts Counsel for the Fee Period attached hereto as **Exhibit B**, and a Detailed Record of Fees as Co-Counsel for the Fee Period, attached hereto as **Exhibit C**.

3. Pursuant to the Fee Procedures Order, any party objecting to the payment of interim compensation and reimbursement of expenses shall, within twenty-one (21) days of service of the Monthly Fee Statement, serve via email to JW and the following Application Recipients (as defined in the Fee Procedures Order), a written notice setting forth the precise nature of the objection and the amount at issue (the “Notice of Objection to Monthly Fee Statement”) on or before 4:00 p.m. (prevailing Central Time) twenty-one (21) days after service of this Monthly Fee Statement:

- a. Stage Stores, Inc. ATTN: Office of the General Counsel (legalnotices@stage.com);
- b. counsel to the Debtors, Kirkland & Ellis LLP, Attn.: Joshua A. Sussberg (joshua.sussberg@kirkland.com), Joshua M. Altman (josh.altman@kirkland.com) and Kevin S. McClelland (kevin.mcclelland@kirkland.com);
- c. local counsel to the Debtors, Jackson Walker L.L.P., Attn.: Matthew D. Cavanaugh (mcavanaugh@jw.com), Kristhy M. Peguero (kpeguero@jw.com); and Veronica A. Polnick (vpolnick@jw.com);
- d. United States Trustee for the Southern District of Texas, Attn.: Hector Duran (hector.duran.jr@usdoj.gov) and Stephen Statham (stephen.statham@usdoj.gov);
- e. Proposed counsel to the Creditors’ Committee Jay R. Indyke (jindyke@cooley.com), and Michael D. Warner (mwarner@coleschotz.com);
- f. counsel to the Prepetition Agents, (i) Reimer & Braunstein LLP, Attn.: Steven E. Fox (sfox@riemerlaw.com), (ii) Choate Hall & Stewart LLP, Attn.: Kevin J. Simard (ksimard@choate.com), and (iii) Winstead PC, Attn.: Sean Davis (sbdavis@winstead.com)

4. If a Notice of Objection to a Monthly Fee Statement is timely served pursuant to the Fee Procedures Order, the objecting party and the Professional shall attempt to resolve the objection on a consensual basis. If the parties reach an agreement, the Debtors shall promptly pay JW an amount equal to 80% of the agreed-upon fees and 100% of the agreed-upon expenses.

5. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. JW reserves the right to make further application to this Court for allowance of such fees and expenses not included herein. Subsequent Monthly Fee Statements will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, and the Fee Procedures Order.

Houston, Texas
September 3, 2020

/s/ Matthew D. Cavanaugh

JACKSON WALKER L.L.P.

Matthew D. Cavanaugh (TX Bar No. 24062656)

Jennifer F. Wertz (TX Bar No. 24072822)

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Co-Counsel to the Debtor and Debtor in Possession

EXHIBIT A**SUMMARY OF EXPENSES FOR THE FEE PERIOD**

EXPENSE	TOTAL
Hearing Transcript	\$490.05
Hearing Transcript	\$78.65
Hearing Transcript	\$96.80
TOTAL	\$665.50

EXHIBIT B**SUMMARY OF LEGAL FEES AND EXPENSES
BY CATEGORY FOR THE FEE PERIOD**

	DESCRIPTION	LEGAL FEES	EXPENSES	TOTAL
110	Case Administration	\$41,934.50		
115	Reporting	\$1,047.50		
130	Asset Disposition	\$6,419.00		
140	Relief from Stay/Adequate Protection	\$525.00		
150	Meetings and Communications with Creditors	\$1,320.50		
160	Fee/Employment Applications	\$4,100.50		
185	Assumption/Rejection of Leases and Contracts	\$522.00		
210	Business Operations	\$3,155.50		
220	Employee Benefits/Pensions	\$3,719.00		
230	Financing and Cash Collateral	\$1,442.00		
310	Claims Administration and Objections	\$1,733.50		
320	Plan and Disclosure Statement	\$21,171.50		
	Totals	\$87,090.50	\$665.50	\$87,746.00

Total Fees for Fee Period	\$87,090.50
20% Fee Holdback for Fee Period	\$17,418.10
80% of Fees Amount for Fee Period	\$69,672.40
Expenses for Fee Period	\$665.50
TOTAL REQUEST	<u>\$70,337.90</u>

EXHIBIT C**DETAILED RECORD OF FEES AND EXPENSES FOR FEE PERIOD AS CO-COUNSEL TO THE DEBTORS**

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
<u>Case Administration:</u>				
05/10/20	K. Peguero	1.0	575.00	Review and analyze UST comments to first day motions (.3); assist with filing of first day motions (.7)
05/10/20	J. Wertz	2.8	1,680.00	Assist with filing of first day motions and pleadings, including witness and exhibit list.
05/10/20	V. Argeroplos	0.6	267.00	Prepare for hearing on first day motions with team.
05/10/20	V. Argeroplos	1.5	667.50	Conference call with Kirkland team regarding finalizing and filing petitions and first day motions.
05/10/20	V. Polnick	5.0	2,550.00	Review the pleadings and petitions for filing and manage and coordinate the filing process.
05/10/20	D. Trevino	4.0	700.00	Assist with the filing and pleadings of the First Day Pleadings and prepare pleadings for the First Days Hearing on 5/11/2020.
05/10/20	K. Gradney	5.0	925.00	Prepare petitions for filing and process first day pleadings.
05/11/20	K. Peguero	5.6	3,220.00	Address landlord inquiries (.4); communicate with UST regarding comments to Orders (.5); prepare for first day hearing (2.3); attend first day hearing (2.0); assist with post-hearing filing of orders (.4)
05/11/20	J. Wertz	1.9	1,140.00	Telephonic attendance at part of first day hearings.
05/11/20	V. Argeroplos	3.1	1,379.50	Conference call with US Trustee regarding first day motions (1.1); attend hearing on first day motions (2.0).
05/11/20	V. Argeroplos	2.0	890.00	Appear for hearing on first day motions.
05/11/20	V. Polnick	1.1	561.00	Attend call with US Trustee to discuss various first day pleading issues and concerns.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/11/20	V. Polnick	1.0	510.00	Communication with the K&E team and US Trustee regarding revisions to the first day orders.
05/11/20	V. Polnick	0.5	255.00	Review various first day orders prior to filing and coordinate filing.
05/11/20	V. Polnick	0.5	255.00	Coordinate with K&E team regarding first day hearings.
05/11/20	V. Polnick	1.7	867.00	Attend first day hearings.
05/11/20	V. Polnick	0.1	51.00	Review of the first day presentation and communication with K&E regarding same.
05/11/20	D. Trevino	2.0	350.00	Assist with the filing and pleadings of the First Day Pleadings and prepare pleadings for the First Days Hearing on 5/11/2020.
05/11/20	D. Trevino	0.3	52.50	Coordinate appearances for Debtors for First Days Hearing on May 11, 2020.
05/11/20	D. Trevino	0.4	70.00	Review of Orders and attention to upcoming hearings and deadlines and circulate same to team internally.
05/11/20	D. Trevino	0.8	140.00	Prepare chart for Court Staff for reference on Motions and Proposed Orders for First Day Motions.
05/11/20	D. Trevino	1.2	210.00	Attend call on First Days Motions.
05/11/20	K. Gradney	3.3	610.50	Prepare witness and exhibit list for filing (.2); prepare pro hac vice for J Fielding for filing (.1); receive and review notice of electronic hearing (.1); email correspondence with R Besaw regarding revisions to same (.1); prepare for filing agenda for first day hearing (.2); receive revised hearing notice and prepare same for filing (.2); receive and prepare for filing revised proposed orders for first day hearing (.4); telephonically attend first day hearing and assist counsel (2.0)
05/11/20	K. Gradney	0.2	37.00	Prepare for filing revised first day order (.1); email chambers regarding same (.1).
05/12/20	K. Peguero	0.7	402.50	Communicate with UST regarding revised proposed orders (.7)

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/12/20	K. Gradney	0.1	18.50	Telephone conference with representative of CenterPointe Energy regarding recent bankruptcy filing and list of accounts.
05/13/20	J. Wertz	0.1	60.00	Correspond with K. Gradney with respect to requests for notice.
05/13/20	V. Polnick	0.2	102.00	Discussed future hearing settings with Court and KE.
05/13/20	D. Trevino	0.3	52.50	Draft of Notice of Hearing and circulate to team for the May 27 Hearing.
05/18/20	M. Cavanaugh	3.5	2,625.00	Review and analyze Stage chapter 11 case and deal materials (1.5); telephone conference with JW and K&E team re planning steps (1.0); prepare for and participate in telephone conference with JW team re next steps (1.0)
05/18/20	E. Freeman	1.3	1,007.50	Confer regarding a status hearing (.3); attention to landlord matters (1.0).
05/18/20	K. Peguero	1.8	1,035.00	Respond to creditor inquiries (.7); finalize Notice of Commencement (.4); assist with coordinating status conference (.2); advise regarding scheduling (.5)
05/18/20	V. Argeroplos	1.7	756.50	Telephonically attend May 11 hearing (1.5); email correspondence with K. Peguero and K. Conlan regarding same (.1); email correspondence with Kirkland team regarding creditor matrix and notice of commencement (.1).
05/18/20	V. Polnick	0.2	102.00	Communication with KE regarding second day pleadings.
05/18/20	V. Polnick	0.5	255.00	Communication regarding objection deadlines for second days.
05/18/20	C. Secord	0.3	139.50	Correspond with JW Debtor Team concerning next steps in the case.
05/18/20	D. Trevino	0.1	17.50	Attention to upcoming hearing dates and deadlines and circulate to team internally.
05/19/20	M. Cavanaugh	1.7	1,275.00	Review and evaluate case administration, including post-filing workstreams and upcoming conference with management.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/19/20	E. Freeman	0.3	232.50	Confer with J. Altman regarding open issues and the status conference (.2); confer with the court regarding a status conference (.1);
05/19/20	V. Argeroplos	0.4	178.00	Email correspondence and phone call with JW team, J. Altman, and KCC regarding regarding second day matters.
05/19/20	V. Polnick	3.5	1,785.00	Reviewed and revised second day pleadings.
05/19/20	D. Trevino	0.2	35.00	Draft notice of status conference of May 21, 2020 (.1); circulate to JW team and K&E team (.1).
05/19/20	D. Trevino	0.1	17.50	Attention to upcoming hearings and deadlines and circulate to team internally.
05/19/20	K. Gradney	0.3	55.50	Prepare for filing notice of status conference (.2); coordinate service with noticing agent (.1).
05/20/20	M. Cavanaugh	3.3	2,475.00	Attend portion of telephone conference with K&E team re case status (.3); draft chapter 11 timeline and correspond with K&E team re same (2.5); review and analyze recent docket entries (.5)
05/20/20	V. Polnick	1.8	918.00	Review of various pleadings prior to filing.
05/20/20	V. Polnick	0.2	102.00	Communicate with team regarding workstreams and go forward tasks.
05/20/20	V. Polnick	0.1	51.00	Discuss the matrix issues with K. Gradney.
05/20/20	V. Polnick	0.3	153.00	Discuss the June 10, 2020 settings for hearings and emergency relief with K&E.
05/21/20	M. Cavanaugh	4.0	3,000.00	Review Stage Stores chapter 11 case materials re upcoming priority items (1.5); prepare for and participate in status conference with the court regarding status of sales and store reopenings (1.5); telephone conference with K&E team re coordination on upcoming priority items. (1.0)
05/21/20	K. Peguero	0.4	230.00	Attend status conference hearing.
05/21/20	J. Wertz	0.1	60.00	Correspond with V. Argeroplos concerning filing of notice of commencement.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/21/20	V. Argeroplos	0.3	133.50	Review notice of commencement and email correspondence with KCC regarding same (.2); confirm deadlines for witness and exhibit lists in advance of hearing on Wednesday (.1);
05/21/20	V. Argeroplos	0.4	178.00	Prepare for and attend status conference.
05/21/20	V. Polnick	0.5	255.00	Attended status conference.
05/21/20	V. Polnick	0.1	51.00	Replied to V. Argeroplos regarding creditor matrix question.
05/21/20	V. Polnick	0.3	153.00	Reviewed local rules regarding witness and exhibit lists when deadline falls on a Holiday (.2); communicated with KE team regarding same (.1).
05/21/20	V. Polnick	0.3	153.00	Call with M. Cavanaugh and E. Freeman, KE team regarding communication going forward and hearings dates and status conferences.
05/21/20	V. Polnick	0.1	51.00	Discuss Work-in-Progress Chart with K. Peguero and J. Wertz.
05/21/20	D. Trevino	0.2	35.00	Draft Witness and Exhibit list for the May 27, 2020 and circulate to team.
05/21/20	K. Gradney	0.4	74.00	Telephonically attend status conference.
05/21/20	K. Gradney	0.2	37.00	Prepare case timeline for upcoming dates and deadlines.
05/22/20	M. Cavanaugh	2.1	1,575.00	Correspond with K&E team re postpetition workstream organization and next steps (.9); review reporting obligations summary (.8); correspond with K&E team re same (.4).
05/22/20	J. Wertz	0.3	180.00	Update draft witness and exhibit list for additional exhibit (.2); correspond with J. Altman concerning same (.1).
05/22/20	V. Polnick	0.3	153.00	Communicated with D. Trevino and JW team regarding filing of witness and exhibit lists for May 27th hearing.
05/22/20	D. Trevino	0.1	17.50	Attention to upcoming hearing and deadlines and circulate to team internally.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/22/20	D. Trevino	0.3	52.50	Draft witness and exhibit list for May 27, 2020 hearing.
05/26/20	E. Freeman	1.6	1,240.00	Review and comment on various motions.
05/26/20	V. Polnick	0.4	204.00	Discuss the US Trustee comments with K&E and Jackson Walker teams.
05/27/20	K. Peguero	0.3	172.50	Attend status conference (.3)
05/27/20	V. Polnick	0.1	51.00	Communication with K&E regarding agenda for the May 27, 2020 hearing.
05/27/20	D. Trevino	0.1	17.50	Draft the form to order the transcript for the 5/27/2020 hearing and prepare same for filing.
05/27/20	D. Trevino	0.1	17.50	Draft the form for transcript request and prepare same for filing.
05/28/20	M. Cavanaugh	1.7	1,275.00	Review and evaluate case administration including post-filing workstreams and upcoming conference with management.
05/28/20	V. Polnick	0.2	102.00	Communication with KCC regarding creditor matrix.
05/29/20	M. Cavanaugh	0.8	600.00	Correspondence with K&E team re case status and landlord inquiries.
05/29/20	D. Trevino	0.2	35.00	Receipt of creditor matrix (.1) Attempt to upload to ECF, communication with KCC regarding size (.1)
05/29/20	D. Trevino	0.1	17.50	Attention to upcoming deadlines and circulate to team internally.
Total Case Administration		84.6	\$ 41,934.50	

Internal Status Updates:

05/26/20	K. Peguero	0.3	172.50	Assist with scheduling IDI.
05/27/20	V. Polnick	0.1	51.00	Communication with K&E team regarding IDI set up.
05/27/20	V. Polnick	0.2	102.00	Communication with K&E regarding IDI.
05/28/20	V. Polnick	0.1	51.00	Communication with K&E team regarding Monthly Operating Reports.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/29/20	V. Polnick	0.1	51.00	Replied to BCG regarding first MOR forms and instructions.
05/31/20	E. Freeman	0.8	620.00	Attention to reporting matters.
Total Internal Status Updates		1.6	\$ 1,047.50	
<u>Asset Disposition:</u>				
05/11/20	V. Polnick	0.1	51.00	Communication with court regarding hearings for second days and 365 motion.
05/12/20	J. Wertz	0.2	120.00	Correspond with K. Peguero concerning inquiry from landlord asserting prepetition termination of Warrenton lease.
05/14/20	D. Trevino	0.2	35.00	Review and prepare for filing the Contracts Procedures Order and redine (.1) Communication with chambers and KE regarding same (.1)
05/19/20	E. Freeman	2.3	1,782.50	Attention to lease matters (1.0); attention to sale issues (1.3).
05/22/20	E. Freeman	1.0	775.00	Confer with the UST (.2); attention to lease issues (.8);
05/22/20	V. Polnick	0.3	153.00	Communicated with the Court regarding dates and times for status conferences on 365 motion.
05/26/20	M. Cavanaugh	0.8	600.00	Prepare for and attend telephone conference with JW team re weekly update and hearing preparation for 365 Motion.
05/26/20	E. Freeman	0.9	697.50	Attention to executory contract and lease matters (.9).
05/26/20	K. Peguero	0.1	57.50	Review 365 notice.
05/27/20	M. Cavanaugh	2.2	1,650.00	Prepare for and attend status conference and hearing on Debtor's Motion for Order re Store Closings and Rent Deferral Under 365.
05/27/20	V. Argeroplos	0.4	178.00	Prepare for and attend video hearing on Debtors' 365(d) motion.
05/27/20	V. Polnick	0.3	153.00	Attend electronic hearing on 365 motion on May 27, 2020.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/27/20	K. Gradney	0.9	166.50	Telephonically attend hearing on 365(d) motion and assist counsel.
Total Asset Disposition		9.7	\$ 6,419.00	
<u>Relief from Stay/Adequate Protection Proceedings:</u>				
05/19/20	E. Freeman	0.6	465.00	Review the motion for relief (.3); confer regarding strategy (.3);
05/22/20	J. Wertz	0.1	60.00	Correspond with J. Altman concerning adequate assurance request.
Total Relief from Stay/Adequate Protection Proceedings		0.7	\$ 525.00	
<u>Meetings of and Communications with Creditors:</u>				
05/11/20	J. Wertz	0.3	180.00	Correspond with B. Smith concerning First National Bank of Bastrop inquiry (.2); correspond with KE team concerning same (.1).
05/13/20	V. Polnick	0.3	153.00	Creditor contact regarding entry of various orders and timing.
05/14/20	J. Wertz	0.1	60.00	Correspond with respect to shareholder inquiry.
05/14/20	V. Argeroplos	0.2	89.00	Email correspondence with K. Peguero regarding shareholder's request for legal advice and respond to shareholder.
05/20/20	K. Peguero	0.3	172.50	Attend status conference with UST regarding UCC and sales.
05/20/20	J. Wertz	0.2	120.00	Review correspondence from M. Kelley from landlord (.1); correspond with team concerning same (.1)
05/20/20	V. Polnick	0.5	255.00	Call with UST to discuss UCC formation.
05/27/20	J. Wertz	0.1	60.00	Correspond with J. Altman concerning inquiry from R. Morris.
05/28/20	J. Wertz	0.1	60.00	Correspond with J. Altman concerning message from Inter Probe with respect to case.
05/28/20	J. Wertz	0.1	60.00	Correspond with J. Altman concerning Fremont landlord inquiry.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/28/20	V. Polnick	0.1	51.00	Communication with creditor regarding filing of proof of claim.
05/29/20	J. Wertz	0.1	60.00	Correspondence with B. Henderson and KE team concerning landlord inquiry.
Total Meetings of and Communications with Creditors		2.4	\$ 1,320.50	
<u>Fee/Employment Applications:</u>				
05/13/20	V. Argeroplos	0.2	89.00	Review orders approving fee app procedures for previous cases (.1); email correspondence with Kirkland team regarding recommendation for timing of fee applications (.1).
05/14/20	V. Argeroplos	0.6	267.00	Review and revise interim compensation motion and order.
05/18/20	V. Polnick	0.2	102.00	Review of Interim Compensation Motion (.1); communication with V. Argeroplos regarding a comparison document (.1).
05/18/20	D. Trevino	0.1	17.50	Prepare comparison document for Interim Compensation Motion and circulate to team.
05/18/20	K. Gradney	0.4	74.00	Prepare retention application on behalf of Jackson Walker as co-counsel and conflicts counsel for the debtors.
05/19/20	V. Argeroplos	1.4	623.00	Review motion for interim compensation of retained professionals.
05/20/20	V. Argeroplos	1.0	445.00	Review and revise retention application for Jackson Walker.
05/20/20	D. Trevino	2.8	490.00	Prepare Schedules in support of Cavanaugh Declaration in support of Jackson Walker Retention Application.
05/20/20	D. Trevino	0.3	52.50	Prepare for filing Bar Date Motion and Interim Compensation Motion (.2); coordinate service of same with noticing agent (.1).
05/26/20	V. Polnick	0.1	51.00	Circulate interim compensation comments to the KE team.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/27/20	V. Polnick	0.1	51.00	Communication with K&E regarding retention applications.
05/27/20	D. Trevino	0.1	17.50	Circulate to team internally the schedules for the Jackson Walker Retention Application.
05/28/20	J. Wertz	0.2	120.00	Correspond with K. Peguero concerning declaration in support of retention of Jackson Walker.
05/28/20	V. Argeroplos	0.8	356.00	Final review of PJ Solomon, Kirkland, and BRG retention applications and orders before filing.
05/28/20	V. Polnick	0.6	306.00	Review and revise the Jackson Walker retention application.
05/28/20	V. Polnick	0.2	102.00	Review retention applications of various professionals and approve for filing.
05/28/20	K. Gradney	0.6	111.00	Prepare for filing various professional retention applications and coordinate service of same with noticing agent.
05/29/20	E. Freeman	1.0	775.00	Attention to retention matters.
05/29/20	V. Polnick	0.1	51.00	Discussed retention application with KE, communicated with K. Gradney regarding invoice for prepetition fees.
Total Fee/Employment Applications		10.8	\$ 4,100.50	

Assumption/Rejection of Leases and Contracts:

05/14/20	D. Trevino	0.2	35.00	Review the Proposed Order Authorizing and Approving Procedures to Reject Executory Contracts and Unexpired Leases and prepare same for filing.
05/20/20	J. Wertz	0.2	120.00	Review proposed order on section 365 motion prior to filing same.
05/26/20	V. Polnick	0.2	102.00	Review rejection notice and coordinate for filing.
05/26/20	K. Gradney	0.2	37.00	Prepare notice of rejection of certain executory contracts and unexpired leases (.1); coordinate service of same with noticing agent (.1)
05/27/20	V. Argeroplos	0.2	89.00	Review second rejection notice before filing.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/27/20	K. Gradney	0.2	37.00	Prepare for filing the notice of rejection of executory contracts (.1); coordinate service of same with noticing agent (.1).
05/28/20	V. Polnick	0.2	102.00	Communication with K&E regarding creditor contact and assumption and rejection of leases.
Total Assumption/Rejection of Leases and Contracts		1.4	\$ 522.00	
<u>Business Operations:</u>				
05/14/20	V. Argeroplos	0.1	44.50	Review affidavit for NOL motion.
05/14/20	D. Trevino	0.2	35.00	Review the Publication Affidavit for the NOL order and prepare same for filing (.1) Coordinate service for same (.1)
05/15/20	J. Wertz	0.1	60.00	Correspond with D. Trevino concerning revised cash management order.
05/19/20	V. Argeroplos	1.3	578.50	Revise ordinary course professionals motion.
05/20/20	E. Freeman	3.1	2,402.50	Attention to employee matters (.8); review and comment on motions for filing (2.3).
05/20/20	D. Trevino	0.2	35.00	Prepare for filing ordinary course professionals motion (.2); coordinate service of same with noticing agent (.1).
Total Business Operations		5.0	\$ 3,155.50	
<u>Employee Benefits/Pensions:</u>				
05/19/20	E. Freeman	0.5	387.50	Strategize regarding employee relief.
05/21/20	V. Polnick	0.8	408.00	Discussed KEIP/KERP on shortened notice with KE team.
05/26/20	E. Freeman	1.3	1,007.50	Attention to employee matters.
05/26/20	V. Polnick	0.4	204.00	Communication with the K&E regarding KEIP/KERP and 365 motion.
05/26/20	V. Polnick	2.0	1,020.00	Review and revise the KEIP/KERP motion.
05/26/20	D. Trevino	0.2	35.00	Prepare comparison documents for the KEIP Declaration of Crowley and Coulombe and the KEIP Motion and circulate to team internally.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/26/20	K. Gradney	0.2	37.00	Prepare for filing motion for key incentive program (.1); coordinate service of same with noticing agent (.1)
05/31/20	E. Freeman	0.8	620.00	Review the US Trustee requests regarding employee matters (.2); attention to employee matters (.6).
Total Employee Benefits/Pensions		6.2	\$ 3,719.00	
<u>Financing/Cash Collections:</u>				
05/11/20	K. Peguero	1.8	1,035.00	Review and revise Cash Collateral Order (1.4); discuss revisions with J. Altman and J. Valenza (.1); call with A. Fox et al regarding stay relief language in order (.3).
05/20/20	V. Argeroplos	0.3	133.50	Prepare fee estimate for JW team pursuant to the terms of the cash collateral order.
05/26/20	V. Argeroplos	0.3	133.50	Create plan and spreadsheet for professional fee estimates to comply with debtors' obligations under cash collateral order (.2); email correspondence with K. Gradney and E. Freeman regarding same (.1)
05/26/20	V. Polnick	0.1	51.00	Communication with V. Argeroplos and K. Gradney regarding professional fee escrow estimates as required under cash collateral order.
05/27/20	V. Argeroplos	0.2	89.00	Complete cash collateral obligation for week ending on May 23, 2020.
Total Financing/Cash Collections		2.7	\$ 1,442.00	
<u>Claims Administration and Objections:</u>				
05/19/20	V. Argeroplos	1.3	578.50	Review and revise second-day motions including bar date motion
05/25/20	E. Freeman	0.6	465.00	Confer with the US Trustee regarding schedules and bar date matters (.1); strategize regarding confirmation issues (.5).
05/25/20	K. Peguero	0.3	172.50	Respond to UST regarding bar date.

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/26/20	K. Peguero	0.9	517.50	Research regarding bar date and schedules extension (.4); coordinate with team (.5)
Total Claims Administration and Objections		3.1	\$ 1,733.50	
<u>Plan and Disclosure Statement (including Business Plan):</u>				
05/18/20	E. Freeman	1.6	1,240.00	Address disclosure statement issues and process.
05/18/20	V. Argeroplos	2.4	1,068.00	Review and provide comments to notice of commencement and motion for approval of the disclosure statement and solicitation procedures (2.3); email correspondence with Kirkland team, KCC, and K. Peguero regarding same (.1).
05/19/20	K. Peguero	5.3	3,047.50	Advise Kirkland team regarding disclosure statement issues (.9); review and revise DS Motion (4.4)
05/19/20	J. Wertz	0.5	300.00	Participate in call with KE team concerning approach to notice of hearing on disclosure statement.
05/19/20	V. Polnick	1.8	918.00	Communication with KE team regarding DS timing and motion to approve DS and solicitation materials.
05/20/20	V. Argeroplos	1.4	623.00	Review and revise proposed chapter 11 plan.
05/20/20	V. Polnick	0.3	153.00	Communication with the K&E Team regarding the filing logistics of the Plan and Disclosure Statement.
05/20/20	D. Trevino	0.3	52.50	Prepare comparison documents of DS Statement and Plan (.2); circulate same to team (.1).
05/21/20	E. Freeman	4.2	3,255.00	Review the disclosure statement (2); attention to confirmation logistics (1.2); attention to plan strategy (1).
05/21/20	K. Peguero	4.5	2,587.50	Analyze notices and opt-out issues in Plan, DS and DS Motion (2.7); review and comment on notice of DS Hearing and Notice of Commencement and advise regarding scheduling issues (1.8)

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Amount</u>	<u>Description</u>
05/21/20	J. Wertz	2.4	1,440.00	Review and provide comments on draft proposed disclosure statement with respect to local practice and Fifth Circuit confirmation requirements/claim preservation requirements.
05/21/20	V. Argeroplos	2.9	1,290.50	Finish review and revisions to plan and circulate comments to JW and KE teams (.6); review and revise disclosure statement and circulate comments to JW and KE teams (2.3).
05/21/20	V. Argeroplos	0.4	178.00	Email correspondence regarding administrative claim language in plan and disclosure statement.
05/21/20	V. Argeroplos	2.5	1,112.50	Final review of plan, disclosure statement, and disclosure statement motion for filing.
05/21/20	V. Polnick	2.0	1,020.00	Coordinated with KE team regarding filing of Plan, Disclosure Statement, and Disclosure Statement Motion.
05/21/20	K. Gradney	0.6	111.00	Prepare for filing the disclosure statement, chapter 11 plan, and disclosure statement motion with all exhibits thereto.
05/22/20	K. Peguero	1.8	1,035.00	Analyze remaining issues with notices and third-party releases and send summary to V. Polnick(1.8)
05/22/20	J. Wertz	2.9	1,740.00	Review proposed chapter 11 plan to provide comments with respect to same.
Total Plan and Disclosure Statement (including Business Plan)		37.8	\$ 21,171.50	
Total Fees				\$87,090.50